

DONELAN, CLEARY, WOOD & MASER, P. C.

ATTORNEYS AND COUNSELORS AT LAW

SUITE 850

1275 K STREET, N. W.

WASHINGTON, D. C. 20005-4078

TELEPHONE: (202) 371-9500

TELECOPIER: (202) 371-0900

January 19, 1994

Recordation No. 11632-AA

Dear Mr. Strickland:

On behalf of Society National Bank, successor to Farmers and Merchants State and Savings Bank, which entity was successor to The Provident Bank, I submit for filing and recording under 49 U.S.C. § 11303 and the regulations promulgated thereunder, counterparts of a secondary document, not previously recorded, entitled Termination and Release ("Release"), dated as of December 30, 1993.

The party executing the enclosed Release is:

Society National Bank
327 South Main Street
Bryan, Ohio 43506

- RELEASING PARTY

The said Release is a full release of all liens and encumbrances against CAGY 13000 and CAGY 13049 in the documents filed under the ICC Recordation Nos. 11632-D, 11632-F, and 11632-M, and the Release should be recorded under the next available letter under Recordation No. 11632, which we believe is - .

The units of equipment covered by the enclosed Release are CAGY 13000 and CAGY 13049.

A short summary of the Release to appear in the ICC Index is as follows:

"Release as to 2 gondolas"

Enclosed is a check in the amount of eighteen dollars (\$18.00) in payment of the filing fee.

Once the filing has been made, please return to bearer the stamped counterpart(s) of the document not required for filing purposes, together with the fee receipt, the letter from the ICC acknowledging the filing, and the two extra copies of this letter of transmittal.

Very truly yours,

Allen H. Harrison
Allen H. Harrison, Jr.
Attorney for Society National Bank
for the purpose of this filing.

Honorable Sidney L. Strickland, Jr.
Secretary
Interstate Commerce Commission
Washington, D.C. 20423
Enclosures
BY HAND

8310-020

Counterparts - 4 to 11 am

0100090025

RECORDING BRANCH

JAN 19 3 09 PM '94

RECORDING
OFFICE
SECTION

Termination and Release

This Termination and Release is dated as of December 30, 1993 and executed and delivered by Society National Bank as successor in interest to Farmers and Merchants State and Savings Bank.

- A. Railway Freight Car Service, Inc. ("RFCS") and certain individuals identified as Owners (the "Owners") entered into that certain Agency and Pooling Agreement (the "Agency Agreement") dated as of March 25, 1980 and recorded with the Interstate Commerce Commission on April 8, 1980 under Recordation No. 11632, pursuant to which RFCS became the Agent for the owners of up to 50 100 ton 52'6" gondolas bearing running marks CAGY 13000 through 13049 (the "Equipment").
- B. RFCS and Columbus & Greenville Railway Company ("CAGY") entered into that certain Management Agreement (the "Management Agreement") dated as of March 25, 1980 and recorded with the Interstate Commerce Commission on May 8, 1980 under Recordation No. 11632-A, as amended by Amendment No. 1, dated as of April 1, 1980 and recorded with the Interstate Commerce Commission under Recordation No. 11632-B, pursuant to which CAGY became the manager of the Equipment.
- C. The Provident Bank ("Provident"), as Lender and Mr. J. Lynn Brewbaker ("Brewbaker"), as Owner, entered into that certain Security Agreement (the "Security Agreement") dated as of May 5, 1980 and recorded with the Interstate Commerce Commission on May 8, 1980 under Recordation No. 11632-D, pursuant to which Brewbaker granted to Provident a security interest in two 100-ton 52'6" gondola railcars bearing running marks CAGY 13000 and CAGY 13049 (the "Brewbaker Equipment").
- D. As additional security, Provident and Brewbaker entered into that certain Assignment of Contract Rights and Rents ("the Assignment of Contract Rights and Rents") dated as of May 5, 1980 and recorded with the Interstate Commerce Commission on May 8, 1980 under Recordation No. 11632-F, pursuant to which Brewbaker assigned to Provident his interests in the Agency Agreement and the Management Agreement.
- F. Provident and Farmers and Merchants State and Savings Bank ("Farmers") entered into that certain Instrument of Transfer (the "Transfer") dated as of September 3, 1981 and recorded with the Interstate Commerce Commission on September 14, 1981 under Recordation No. 11632-M, pursuant to which Provident transferred to Farmers all of its rights, title and interest in and to the Security Agreement and Assignment of Contract Rights and Rents.
- G. Society National Bank ("Society") is successor in interest to Farmers' interest in the Security Agreement and Assignment of Contract Rights and Rents as

evidenced by Adoption Agreement dated as of July 9, 1982.

- H. All of Brewbaker's obligations to Society described in the Security Agreement and Assignment of Contract Rights and Rents have been fully and completely satisfied.

Now therefore, for good and valuable consideration, the sufficiency and receipt of which is hereby acknowledged, Society agrees and states as follows:

1. Total Release. Society terminates, releases, waives and completely relinquishes all of its right and interests in and to the Brewbaker Equipment, and all proceeds of the Brewbaker Equipment, including but not limited to any right and interest in and to the Brewbaker Equipment under the Security Agreement and Assignment of Contract Rights and Rents, and every other document and instrument relating to the Brewbaker Equipment (including without limitation, each and every document or instrument related to the Brewbaker Equipment filed with the Interstate Commerce Commission under Recordation Number 11632 and all supplements and subparts thereof or thereto).

2. Further Assurances. Society agrees to execute any other documents or instruments necessary to further complete, acknowledge and documents the Foregoing termination.

3. Authority. Society represents and warrants that it has full authority to execute this Termination and Release.

IN WITNESS WHEREOF, Society has executed this Termination and Release as of the day and year first above written.

SOCIETY NATIONAL BANK

By: *Paul Williams*

Title: President

STATE OF Ohio)
SS
COUNTY OF Williams

On this 30th day of December, 1993, before me personally appeared R.A. Williams, to me personally known, who, being by me duly sworn, says that he is a President/Officer of Society National Bank, that the seal affixed to the foregoing instrument is the seal of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Janice McCallum MacDonald

Notary Public

[Notarial seal]

My commission expires

JANICE M. COLLINS-MacDONALD
Notary Public, State of Ohio
My Commission Expires October 23, 1996